

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM378544

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Grant (Term Loan B)		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Darice, Inc.		03/25/2016	Corporation: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Deutsche Bank AG New York Branch		
<b>Street Address:</b>	60 Wall Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10005		
<b>Entity Type:</b>	Foreign Banking Corporation: GERMANY		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1121883	DARICE	
<b>Registration Number:</b>	2787821	DARICE	
<b>Registration Number:</b>	2907569	JEWELRY DESIGNER	
<b>Registration Number:</b>	3920793	DARICE CORKIES	
<b>Registration Number:</b>	4188839	JEWELRY DESIGNER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6502138158		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	6502130300		
<b>Email:</b>	iprecordations@whitecase.com		
<b>Correspondent Name:</b>	White & Case LLP / Christina Ishihara		
<b>Address Line 1:</b>	3000 El Camino Real, Bldg 5, 9th Floor		
<b>Address Line 4:</b>	Palo Alto, CALIFORNIA 94306		
<b>ATTORNEY DOCKET NUMBER:</b>	1104031-0452		
<b>NAME OF SUBMITTER:</b>	Christina Ishihara		
<b>SIGNATURE:</b>	/Christina Ishihara/		
<b>DATE SIGNED:</b>	03/30/2016		
<b>Total Attachments: 5</b>			

CH \$140.00 1121883

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GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

March 25, 2016

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, DARICE, INC., an Ohio corporation (the "Grantor") with principal offices at 13000 Darice Parkway, Strongsville, Ohio 44149, hereby grants to DEUTSCHE BANK AG NEW YORK BRANCH, as Collateral Agent, with principal offices at 60 Wall Street, New York, NY 10005 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among certain affiliates of the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of October 31, 2006 (as amended, modified, restated and/or supplemented (including pursuant to the Supplement (as defined below)) from time to time, the "Security Agreement"), to which the Grantor, among others, joined as a party pursuant to that certain Supplement No. 2 to Security Agreement, dated as of the date hereof (the "Supplement"), by, among others, the Grantor and the Grantee.

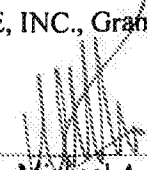
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first written above.

DARICE, INC., Grantor

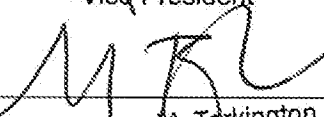
By   
Name: Michael A. Catanzarite  
Title: Chief Executive Officer

*[Darice Trademark Grant]*

**TRADEMARK**  
**REEL: 005760 FRAME: 0850**

DEUTSCHE BANK AG NEW YORK BRANCH,  
as Collateral Agent and Grantee

By   
Name: Benjamin South  
Title: Vice President

By   
Name: Marcus M. Tarkington  
Title: Director

[Darice Trademark Grant]

SCHEDULE A

<u>Mark</u>	<u>App. Date</u>	<u>App. No.</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
DARICE (Stylized)	July 20, 1977	73/134,584	July 10, 1979	1,121,883
DARICE	November 16, 1999	75/849,571	December 2, 2003	2,787,821
JEWELRY DESIGNER	July 3, 2002	76/445,080	December 7, 2004	2,907,569
DARICE CORKIES	October 19, 2009	77/851,675	February 15, 2011	3,920,793
JEWELRY DESIGNER	February 18, 2011	85/246,239	August 14, 2012	4,188,839